



RESPONSE FOR RFP #0501-18-WFC

**West Falls Church
Economic Development
Project**

West Falls



COMSTOCK

dcs
DESIGN



LandDesign.
CREATING PLACES
THAT MATTER.



CITY OF FALLS CHURCH

4.5 Qualifications & Experience



4.5 A. Experience of Proposer's Entities Approach

Describe the experience of the entities making the proposal, focusing on experience with design and construction of master planned, urban, transit oriented, sustainable, and mixed-use commercial real estate developments of comparable size and complexity, including prior experience bringing similar projects to completion on budget and in compliance with design, land use, service and other standards.

Response 4.5 A.:

COMSTOCK is proud to represent, as lead Developer, a team that excels in delivering best-in-class communities. Each of the team members has played key roles, together and independently, in changing the landscape of metropolitan Washington by conceiving, designing and delivering master planned, urban, sustainable, transit oriented and mixed use communities on time and within budget. The team has worked under intense time tables to achieve community endorsement, entitlement and on-time deliveries of large-scale projects.

The triumvirate of the public private partnership (P3) is improved service delivery, value creation, and community building. Comstock is the most experienced public-private transit-oriented developer in Northern Virginia. We have successfully negotiated mutually beneficial community development agreements among the most complex and pivotal scenarios with Reston Station, Loudoun Station and Herndon Downtown. We take great pride in our ability to navigate the procurement process through development and construction to the delivery of vibrant mixed-use projects. We understand the need to foster and build stakeholder relationships; to understand the public, the market; and to leverage one another's strengths not only to build the best everlasting communities together but to also build everlasting trust.

4.5 Qualifications & Experience

(cont'd)

PLEASE NOTE:

Appendix I within this RFP response includes a Letter of Authorization from Comstock for representatives of the City of Falls Church to contact the listed references.

Also, included in the Appendix is a Letter of Recommendation for Comstock from the Town of Herndon.

Comstock Public-Private Project References:

Robert A. Stalzer
Fairfax County
Deputy County Executive
12000 Government Center Parkway Fairfax, VA 22035
703-324-2531
rob.stalzer@fairfaxcounty.gov

Bill Ashton
Town of Herndon
Town Manager
777 Lynn Street Herndon, VA 20170
703-787-7368
town.manager@herndon-va.gov

DAVIS CARTER SCOTT (DCS) will lead the master planning, design and architecture team. A local firm with an outstanding national reputation, DCS has worked with Comstock, James G. Davis Construction Corporation (DAVIS) and LandDesign on many projects regionally. (A Team Project Matrix is provided in Section 4.5.B of this proposal.) Foremost is the Reston Station Wiehle-Reston East TOD, a public private partnership with Fairfax County that delivered, at warp speed, a 1.5M SF below-grade transit center in time for Metro's Silver Line arrival. The garage facility was highly complex as it was designed to carry five high-rise buildings atop the platform. In addition to the mixed use towers a civic plaza and public spaces were delivered. These spaces continue to evolve as the community grows around them.

James G. Davis Construction Corporation (DAVIS) has been the general contractor on the Reston Station project since breaking ground in 2011. It is an award-winning firm both for excellent technical work and their commitment to their employees. In 2015 the company won the coveted Washington Business Journal's "Best Places to Work" award. DAVIS, like DCS and Comstock, is a local company, recently celebrating their 50th anniversary.

LANDDESIGN continues to support the Reston Station project introducing new elements for placemaking and providing engineering services on a regular basis. Founded 40 years ago in Charlotte, the firm moved to Washington almost 30 years ago. In addition to providing excellent project coordination services, LandDesign is able to uncover

unique and innovative solutions that help to define new communities. Both LandDesign and DCS offer terrific support to Comstock when we are engaging with the community and stakeholders to gain hold of the threads of the neighborhood.

We feel that this is the best team to deliver a great, creative project integrating a suite of educational institutions, the transit intersections of Metro and local and regional roads and highways. This site provides an opportunity to create a high quality new community that will meld into and enhance the charm of West Falls Church.

Our collective experience in delivering regional projects of similar size and scope allows us to bring to your community the best of successful ideas and proven design while leaving at the door the occasional mis-step. We would be delighted to be a part of 'the healthiest community in the nation'.

4.5 B. Summary and Biographies of Key Principals, Project Managers

Provide a narrative summarizing the experience of all of the key principals and project managers listed in the team manager's section of section 2.4, Team Requirements. For each professional defined in 2.1 describe specific relevant projects and years of relevant experience and provide a resume.

Response 4.5 B.:

The key principals and project managers assembled for this development project have project experience together - sharing a vision and negotiating through the complexities of a mixed use development project that will impact a community in the present as well as in the many generations from now. Per section 2.4 of the RFP, the team members are (resumes/bios follow):

Development Team - Comstock

Principal-in-Charge -

Christopher Clemente

Developer Sr. Project Manager -

Larry Bergner

Design Team - DCS

Master Planner/Urban Designer -

Douglas Carter, AIA

Design Project Manager -

Steve Saville, AIA

Sustainability Manager -

Kathy Lawson, LEED AP
BD+C, GGP

Construction Team - DAVIS

Construction Project Executive -

Dave Mesich

Construction Sr. Project Manager -

Steve Hawryluk

**4.5 Qualifications
& Experience**
(cont'd)

4.5 B. RESUMES OF TEAM MEMBERS

**CHRISTOPHER
CLEMENTE**
PRINCIPAL-IN-
CHARGE

COMSTOCK

Executive Role for
Comstock Holding Companies, Inc.
(NASDAQ: CHCI)
Chairman of the Board of Directors
Chief Executive Officer

Relevant Projects
Wiehle Avenue/Reston Station
Loudoun Station
Herndon Downtown

A lifelong entrepreneur, Chris founded Comstock in 1985. Mr. Clemente has direct responsibility for the corporate vision and strategic direction of the organization as well as overseeing operations, growth and acquisitions and strategic partnerships. Chris is creative, daring and detail oriented and takes a very active role in delivering these new communities. A Northern Virginia native, Chris is driven to deliver quality, creative enhancements to this region.

**TIMOTHY
STEFFAN**
EVP ASSET
MANAGEMENT

COMSTOCK

Industry Experience
30 years

Education
American University, MBA Real
Estate and Urban Development
Northeastern University, MBA
Syracuse University, BA

Relevant Projects
Tysons Phase I
Downtown Crown

Timothy is a retail and commercial real estate expert with 14 years' experience in senior executive level positions with multi-billion dollar, publicly traded, commercial real estate companies. He has extensive experience in Urban Mixed Use, Urban Retail, Infill, Suburban Mixed Use, and Suburban Retail, Multifamily and Trophy Office properties throughout major US markets including NYC, LA, Chicago, Washington DC, Phoenix, Atlanta and others. Mr. Steffan managed the transformation and redevelopment of Tysons Corner Center from an enclosed regional shopping center into an urban, mixed-use, transit-oriented megaproject.

**LARRY
BERGNER**
SVP DEVELOPMENT/
DEVELOPER
SR. PROJECT
MANAGER

COMSTOCK

Industry Experience
25+ years

Education
Columbia Business School,
MBA Finance
Tufts University, BS Engineering

Relevant Projects
Wiehle Avenue/Reston Station
Loudoun Station
Herndon Downtown

Larry Bergner has been with Comstock since 2006 and has led the development efforts for the company's large transit oriented, mixed-use projects – Loudoun Station, Reston Station and the Herndon Downtown Redevelopment. His expertise in master planning review and validation, financial analysis, and project negotiation and delivery have resulted in successful development of millions of square feet of mixed use development on Metro's Silver Line and beyond.

4.5 B. RESUMES OF TEAM MEMBERS

DAVID ZAPPONI
DEVELOPMENT DIRECTOR / DEVELOPER PROJECT MANAGER

COMSTOCK

Industry Experience
20+ years

Education
John Hopkins University,
Master’s Real Estate Development
University of Massachusetts Amherst
BA Economics

Relevant Projects
Loudoun Station
Herndon Downtown
Cityline at Tenley
The Southwest Waterfront

David brings over 20 years of mixed-use development and investment management experience in the development, investment, and asset management of over 1,500 Multi-Family residences, 2M SF of retail, and 1M+ SF of office. He is currently overseeing the Loudoun Station Phase II Development and Herndon Downtown Redevelopment projects for Comstock. David primarily functions as the owner’s key representative leading development teams on the execution of plans, placemaking, collaboration with stakeholders, leasing, construction management and the achievement of market returns on investment.

PHIL LONDON
SVP & COUNSEL

COMSTOCK

Industry Experience
20+ years

Education
Emory University, JD
University of Virginia, BA

Relevant Projects
Reston Station
Loudoun Station
Downtown Herndon

Phil has 20+ years in real estate law. As a partner in Reed Smith LLP, Phil negotiated public-private partnerships for TOD properties of over 1 million square feet. Since 2011, Phil has served as general counsel to the Comstock Partners Companies, including leading the successful negotiations of comprehensive agreements for P3 projects, including Reston Station, Loudoun Station and Downtown Herndon.

CHRISTOPHER GUTHRIE
CHIEF FINANCIAL OFFICER

COMSTOCK

Industry Experience
20+ years

Education
University of Texas,
Masters, Professional Accounting
BBA Finance

Chris has more than a dozen years of leadership experience in accounting and finance. After beginning his career at PricewaterhouseCoopers, Chris moved to private equity fund management, working with RedZone Capital. The firm focused on the restaurant and entertainment industry. The skills honed there are of great use to Chris as Comstock continues to expand its mixed-use portfolio. Guthrie manages Comstock’s relationships with the capital markets, finance and accounting functions and investor relations.

4.5 B. RESUMES OF TEAM MEMBERS

**TRACY
GRAVES**
SVP LAND
ACQUISITIONS &
DEVELOPMENT

COMSTOCK

Industry Experience

25+ years

Education

George Washington University, MBA
University of Richmond,
BA Education

Relevant Projects

Wiehle Avenue/Reston Station
Reston Town Center

Tracy Graves' experience in real estate development involves all aspects of property acquisition and operations of master planned communities and builder subdivisions in the Washington, DC MSA. She has also worked extensively in the Raleigh and Charlotte, NC MSAs; Wilmington, NC MSA and Atlanta, GA MSA developing community vision, product segmentation and sales strategy to maximize market opportunities. Ms. Graves is responsible for pursuing and underwriting land acquisition opportunities across the spectrum of Comstock's broad product offering. She also manages the project entitlement efforts and land development operations for each project.

**DAVID
MESICH**
CONSTRUCTION
PROJECT EXECUTIVE



Industry Experience

34+ years

Education

Northern VA Community College,
Construction Management
Clemson University, ABC Superinten-
dent Academy

Relevant Projects

Reston Station Phase I
Reston Station Building 1 & 4
Loudoun Station Parking Structure

Dave serves as the field leader and provides overall project strategy for the projects field operations. As VP of Construction Operations he oversees the DAVIS superintendent team on large-scale projects, and is involved from preconstruction and mobilization all the way through closeout, developing the schedule and ensuring the project meets all established goals. He is responsible for the management and oversight of DAVIS' rigorous safety program and conducts daily compliance inspections, overseeing the daily work of the project's field staff. He is the primary field liaison for all project stakeholders, and ensures construction compliance with drawings and specifications.

**STEVE
HAWRYLUK**
CONSTRUCTION
SR PROJECT
MANAGER



Industry Experience

21+ years

Education

LeHigh University,
BSc Civil Engineering

Relevant Projects

Reston Station Phase I
Reston Station Building 1 & 4
Loudoun Station Parking Structure

Steve serves as Project Executive with primary oversight of multiple operations teams within the Office Building group. With over nine years exclusively in this market, he participates in all facets of your project from preconstruction to project completion. An expert in identifying and resolving challenges, he will collaborate with the entire team to flawlessly execute every detail. As Project Executive for the Office Building group, Steve is responsible for the daily management, supervision, coordination and successful completion of DAVIS projects to meet your time and cost objectives.

4.5 B. RESUMES OF TEAM MEMBERS

**DOUGLAS
CARTER, AIA**
LEAD DESIGNER
MASTER PLANNER/
URBAN DESIGNER



Industry Experience
52+ years

Education
Leeds School of Architecture and
Town Planning
Diploma in Architecture

Registered Architect
VA # #0401 003435

Relevant Projects
Wiehle Avenue/Reston Station
Loudoun Station
Innovation Center South
Tysons Central

A founding principal of Davis Carter Scott, Doug Carter has a wealth of knowledge and expertise in all aspects of architectural planning and design. He has developed and designed projects throughout Europe and across the United States.

Doug is renowned for his abilities to create and conceptualize a design that reflects the client's vision as well as the practical requirements and objectives. His work has been featured in Architectural Record, Building Design, Design and Construction, Urban Design Institute Publications, Newsweek and Time, as well as numerous local business publications.

**STEVE
SAVILLE, AIA**
PROJECT DIRECTOR/
DESIGN PROJECT
MANAGER



Industry Experience
20+ years

Education
Pennsylvania State University
BSc , BA of Architecture

Registered Architect
VA # 0401 012654

Relevant Projects
Tysons Central
Arrowbrook Centre
The Latitude

Steve Saville with 18 years experience in the field of architecture, including a decade of construction work has fully developed strong technical skills, knowledge of working drawings and design abilities for which he has applied to many successful projects.

Steve's portfolio of work consists of residential, commercial and hospitality projects and has designed and managed large-scale, award-winning office buildings and parking garages in the Washington DC metropolitan area.

**KATHY
LAWSON,**
LEED AP BD+C,
GGP
SUSTAINABILITY
MANAGER



Industry Experience
16+ years

Education
Duke University, B Arch & Structure
CSI Certified Construction Documents Technologist (CDT)
LEED AP® BD+C
Green Globes Professional

Relevant Projects
West Broad Residences (LEED NC Gold)
1812 North Moore (LEED ND Gold)
POD DC (LEED NC Silver)

Kathy's expertise and experience on a multitude of LEED, Green Globes, and EarthCraft projects allow her to optimize green buildings and allow our clients to realize the triple bottom line. Having worked as a representative of the Contractor, Architect, and Owner, Kathy fully understands the needs and priorities of each team member and is an expert in achieving green project goals and initiatives while working seamlessly with the team to keep the project on time and on budget.

4.5 Qualifications & Experience

(cont'd)

PETER CROWLEY PLA, PARTNER LANDSCAPE ARCHITECTURE

LandDesign.

Industry Experience
35+ years

Education
University Georgia, BLA

Relevant Projects
Alexan Reston Town Center
Brambleton Town Center
Dominion Square

Peter Crowley has been a design leader and visionary of urban design and master planning projects across the globe. As a design leader, he participates in multi-disciplinary teams domestically and internationally with the objective to create a balance between design aspiration and market forces. He acts as an advocate to align client needs with market conditions, to bring stakeholders together, to embrace and sustain the environment and to differentiate a place by engaging users through the unique story of place. Peter is recognized by his peers as an industry thought leader and frequently participates in national planning studies for the Urban Land Institute.

STEPHANIE PANKIEWICZ PLA, PARTNER LANDSCAPE ARCHITECTURE

LandDesign.

Industry Experience
17+ years

Education
University Georgia, BLA

Relevant Projects
Lincoln at Tinner Hill
Tysons Central
The Boro
Dominion Square

Stephanie is a partner who directs many of LandDesign's large-scale master planning projects, including long-range master planning and urban design solutions for some of the nation's leading developers. As a creative design leader, she applies her knowledge by offering innovative approaches utilizing state-of-the-art design tools to engage diverse stakeholders and build consensus and understanding. She enjoys working at a variety of scales throughout the design process, and remains uniquely involved in all stages of a project. Her experience includes urban design, park planning and design, community master plans, site planning, design guidelines and streetscapes. Her designs focus on utilizing green infrastructure techniques.

JOSH ORNDORFF, PE ENV SP, DIRECTOR CIVIL ENGINEERING

LandDesign.

Industry Experience
16+ years

Education
Virginia Polytechnical and State University, BSc

Relevant Projects
Reston Station
Loudoun Station
Fairfax University Drive Streetscape Improvements

As Director of Engineering in LandDesign's Washington, D.C. office, Josh has worked in the region for over 16 years. An expert in design and construction of residential, multi-family, commercial, industrial and mixed use projects, Josh manages both public and private infrastructure and development projects, advocating for the collaboration of different disciplines, to create places that bring people together. Experienced with all stages of the development process, from site selection to bond release, he can anticipate potential conflicts and develop strategies to keep projects moving forward.

4.5 C. PRIOR TEAMING EXPERIENCE

RESTON STATION

Planned Development of 12 high-rise towers. This project began in 2011. Full build-out is expected to be completed by 2026 with the addition of 9 high-rise towers and 1 low-rise. Individual components completed are described below

	Type	Completion Date	Cost (\$)	Size (sqft)	Description/Scope	TOD	Public-Private	Sustainability	Comstock	DCS	LandDesign	DAVIS
BLVD Reston - 1908 Reston Metro Plaza	Residential/Retail	2016	See Volume II	500,000	448 luxury residential units and 707 structured parking spaces	X	X	LEED	X	X	X	X
Office Building 1 - 1900 Reston Metro Plaza	Office/Retail	2017	See Volume II	350,000	Trophy 16-story office building and 670 structured parking spaces	X	X	LEED	X	X	X	X
Wiehle Reston-East Transit Center	Public Metro Garage	2013	See Volume II	1.5M	2,300 spaces, bus depot, kiss and ride	X	X		X	X		X
Retail and Parking	Parking/Restaurant	2014	See Volume II	13,500	Founding Farmers restaurant	X	X	LEED	X	X		X
1886 Metro Center Drive	Office/Parking	2001	See Volume II	89,221	Original Building precursor to Reston Station	X			X	X		

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LOUDOUN STATION

Planned Development of 3M SF, Listed below are the components completed. Phase II TOD just began spring 2018 - 318 additional residential units and 24k sf of retail to deliver with Metro.

	Type	Completion Date	Cost (\$)	Size (sqft)	Description/Scope	TOD	Public-Private	Sustainability	Comstock	DCS	LandDesign	DAVIS
BLVD I Loudoun	Residential/Retail	2012	See Volume II	400,000	357 Luxury Apartments in 3 buildings with ground floor retail throughout	X		LEED	X	X	X	X
Loudoun Metro Garage	Structured Parking/Retail	2017	See Volume II	513,000	1,500 spaces above ground structured parking on 9 levels, 18,000 SF of ground floor retail	X	X		X			
Building C	Entertainment/Luxury Office	2015	See Volume II	111,000	50,000 SF Class A office, an 11-screen movie theatre plus 9,000 SF retail	X		LEED	X			

HERNDON DOWNTOWN REDEVELOPMENT

Development of Mixed-Use Residential, Retail, Public Art, and Public Parking. Comprehensive Agreement executed November 2017. Construction is targeted to begin in 2018

	Type	Completion Date	Cost (\$)	Size (sqft)	Description/Scope	TOD	Public-Private	Sustainability	Comstock	DCS	LandDesign	DAVIS
770 Elden St., Herndon, VA	Residential/Retail/Art Center/Parking	2021	See Volume II	600,000	275 Luxury apartments. 18,000 SF of retail. 761 spaces of structured parking. 18,000 SF of Art Space		X	LEED	X			

COMSTOCK

Lincoln at Tinner Hill

1.8 Acre Mixed-use development in Falls Church which integrates the historical overlay and existing streetscapes, public amenities and architecture surrounding the project site.

	Type	Completion Date	Cost (\$)	Size (sqft)	Description/Scope	TOD	Public-Private	Sustainability	Comstock	DCS	LandDesign	DAVIS
"Little City" and Gateway Park	Residential/Retail/Public Spaces	2017	See Volume II		224 unit residential and retail development			LEED			X	

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Tyson's Central

5.8 acres in-fill urban site with six high-rise buildings providing 540,000 SF of Office, 931,000 SF of Residential, 200 Key Hotel, 50,000 SF of Retail, and parking for 1,600 cars

	Type	Completion Date	Cost (\$)	Size (sqft)	Description/Scope	TOD	Public-Private	Sustainability	Comstock	DCS	LandDesign	DAVIS
The Lumen	Residential/Retail/Plaza/Parking	Aug-19	See Volume II	411,000	32-Story apartment tower with 398 Rental units and 12,000 SF of Retail	X		LEED		X	X	
Landbay B & C	Hotel/Residential/Plaza/Parking	2021	n/a	540,000	240,000 SF Hotel and 300,000 SF residential	X		LEED		X	X	
Landbay D & E	Residential/Office	2022	n/a	430,000	220,000 SF six-story residential over retail & 210,000 SF Office	X		LEED		X	X	
Landbay A	Office/Retail/Plaza/Parking	2020	n/a	330,000	Office and retail building purchased by Folger Pratt	X		LEED		X	X	

DCS
DESIGN

= Prior projects worked together

4.5 D. RELEVANT EXPERIENCE



Reston Station Reston, VA

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CARTER
SCOTT



Relevance: 20 Acre Assemblage; Transit Oriented (Metro Silver Line – Wiehle-Reston East station); Mixed-Use, PPEA with Fairfax Co.

Size Completed: 2.45 Million SF

Cost Completed: See Volume II

Completion: July, 2013 (Phase I)

* (Phase 1 Without 1.5M SF Transit Center and Additional Below Grade Parking)

Key Principals:

Chris Clemente - Chief Executive Officer, Owner

Larry Bergner - Sr. Vice President, Development

Doug Carter, AIA - Principal in Charge, Architecture

David Mesich - Sr. Superintendent, Construction

Comstock, DCS and DAVIS worked diligently for three years to win an RFP for and achieve a Comprehensive Agreement with Fairfax County under a PPEA to deliver a Metro Transit Center required for Metro's Silver Line Phase 1. The Wiehle-Reston East Transit Center delivered 1.5M SF of below-grade transit features, including approximately 3,300 parking spaces AND a podium for 5 mixed-use towers over 9 acres.

The 7-story transit center garage provides 2,300 parking spaces, parking for 12 buses and a kiss and ride area. A state of the art bicycle storage and repair facility was also provided. An additional 1,000 spaces serve the projects residential/retail/office uses.

The Transit Center was completed on time and within budget. The first retail space, a building of 13,500 SF and intended base of the future hotel was also delivered and is now home to Founding Farmers. The first tower, a 500,000 SF luxury residential building was in progress by the time the garage was delivered.

Construction time was 22 months; the building opened in March 2016. Stabilization has occurred and occupancy is in the mid to high 90's.

The 350,000 SF office building designed by Helmut Jahn delivered in the summer of 2017 and took approximately 18 months to complete. Entirely custom, the glass structure with a concrete exoskeleton is now considered the Gateway to Reston.

Comstock continues to expand Reston Station and started construction of the second office building on the podium this spring. The fourth tower, office, will begin forthwith. Additionally, Comstock consolidated parcels of a key adjacent block and has successfully rezoned for an additional 1.3M SF of high rise development, including a full-service hotel. The PPEA with Fairfax County continues to flourish. Comstock values its role as the Master Developer of the overall Reston Station neighborhood beyond the parcels we are building on.

4.5 D. RELEVANT EXPERIENCE



Loudoun Station

Ashburn, VA

COMSTOCK

dcs
DESIGN

DAVIS
CARTER
SCOTT



Relevance: 26-Acre Site; Transit Oriented (Metro Silver Line Phase 2 Ashburn Station); Mixed-Use; P3 – Loudoun County

Size Completed: Approximately 1 Million SF

Cost Completed: See Volume II (Phase 1 - Residential, Retail, Entertainment, Office, Metro Parking Garage)

Completion: July, 2012 (Residential/Retail-Phase I); Metro Garage (the last delivery of Phase 1-April 2018)

Loudoun Station provides 3 Million SF of residential, commercial, and retail space creating a new transit-oriented community at the terminus of Metro's Silver Line, Ashburn Station. The design objective of Loudoun Station was to create a new town center-type neighborhood. Rezoned in 2003, Loudoun Station (along with neighbor Moorefield Station) were Loudoun County's first high density, transit oriented zonings. The project includes elaborate streetscapes, courtyards, and public spaces and includes the development of design guidelines, which address all facets of the urban environment.

Numerous meetings and active participation with VDOT, WMATA, MWAA, Loudoun County staff and elected officials, Home Owners Associations and various community groups ensured that the master plan would be in step with transportation and smart

Key Principals:

Chris Clemente - Chief Executive Officer, Owner
 Larry Bergner - Sr. Vice President, Development
 David Zapponi - Development Director
 Doug Carter, AIA - Principal in Charge, Architecture
 David Mesich - Sr. Superintendent, Construction
 Josh Orndorff, PE - Sr. PM, Civil Engineering

growth development goals. The early Metro station design concepts provided in the master plan were so well reviewed that WMATA used Loudoun Station's design as a standard for the other rail stations on the Silver Line. The project also earned the unanimous support from multiple environmental agencies and groups due to its low impact design.

Loudoun Station Phase 2 (of an expected 3 or 4 phases) is underway. It will deliver structured parking (1,200 spaces), 318 luxury residential units and 24,000 SF of retail space. This project is scheduled to deliver concurrent with Metro's commencement of operations of Phase 2 of the Silver Line, 2020. Comstock is also the Master Developer of the Greater Loudoun Station project totaling 40 acres. We conceived, entitled and developed the infrastructure for the entire remaining development.

4.5 D. RELEVANT EXPERIENCE



Herndon Downtown Redevelopment

Herndon, VA



Relevance: 5-Acre Site, Public-Private Partnership with the Town of Herndon, Mixed-Use Development

Size: 600,000 SF
Cost: See Volume II (In Progress)
Completion: In Progress, November, 2017
Comprehensive Agreement,
Construction targeted to begin 2018

Key Principals:
Chris Clemente - Chief Executive Officer, Owner
Larry Bergner - Sr. Vice President, Development
David Zapponi - Development Director
DAVIS – Pre-Construction Services

Herndon Downtown has been in the making for 30 years. The Town of Herndon has long sought to partner with a developer to create a mixed-use destination that complements and enhances historic downtown Herndon and its surrounding neighborhoods. In 2017, Comstock was selected by the Town to redevelop the land assembled by the Town at the intersection of Elden and Station streets through an RFP process. Comstock and the Town of Herndon completed negotiations and signed a Comprehensive Agreement in November.

Construction is scheduled to begin this year.

Herndon Downtown will include a dynamic mix of uses nestled into the fabric of the existing neighborhood. The project consists of 275 upscale residential units across three blocks, including 18,000 SF of retail shops/restaurant space, an Arts Center, an ArtsWalk, structured parking and connectivity to the W&OD trail and Historic Herndon. Comstock negotiated the rights to own and develop the property in exchange for delivering the arts center and public parking.

4.5 D. RELEVANT EXPERIENCE



The Lincoln at Tinner Hill

Falls Church, VA



Relevance: Falls Church Mixed-use development, Seeking LEED Certification

Size: 1.85 Acres
Cost: See Volume II
Completion: 2017

Lincoln at Tinner Hill is located in the vibrant and closely knit community of Falls Church, VA. LandDesign was invited by Lincoln Property Company to design a mixed use development for the residents of Falls Church, VA and to envision an artistic element celebrating the project's location within the Arts and Cultural District. Inspired by the remarkable Civil Rights history of the city, Lincoln at Tinner Hill highlights stories of the individuals who have contributed to the cultural and civic identity of Falls Church.

In support of the existing Giving Voice: African American Heritage Walking Tour, Lincoln at Tinner Hill provides a gateway park and trail which features the history of African Americans who lived and labored in Falls Church since the 18th

Key Principals:
*Stephanie Pankewicz, PLA - Partner in Charge,
Landscape Architecture*

century. Through engravings, monuments, plaques, signage and artwork, the trail will honor the living legacy of many individuals and will direct residents and visitors to the rich heritage and cultural resources throughout the city.

Our multi-disciplinary approach resulted in a seamless integration of this historical overlay and existing streetscapes, public amenities and architecture surrounding the project site. A consistency in the selection of streetscape elements such as bike racks, street lights, benches, planters and street trees add to the vibrancy of the streetscape and provide an identity for the project that will both set it apart and intertwine it within the existing fabric of the city.

4.5 D. RELEVANT EXPERIENCE



Tysons Central

Tysons, VA



Relevance: 5.8 Acre Site, Transit Oriented, Partnered with Fairfax County & WMATA, Seeking LEED Silver Certification

Size: 5.8 Acres: 540,000 SF of Office, 931,000 SF of Residential, 200 Key Hotel, 50,000 SF of Retail, and 1,600 Car Garage

Cost: See Volume II (Phase I - Lumen)

Completion: Aug, 2019 (Phase I - Lumen)

Key Principals:

Doug Carter, AIA - Principal in Charge, Architecture
 Steve Saville, AIA - Project Director, Architecture
 Triet Nguyen - Project Designer, Architecture
 Stephanie Pankewicz, PLA - Partner, Landscape

Tysons Central is a mixed-use infill project in the heart of Tysons Corner, VA. It occupies 5.8 acres of ideally located property at the intersection of Route 123 and Route 7, the “original” Tysons Corner. The site is abutting the new Greensboro Station, part of the new Silver Line extension of the Metro rail system. The project incorporates office, residential, hotel and retail to achieve multiple uses. The metro touches down in a large public plaza surrounded by modern high-rise buildings.

The metro plaza connects to a second plaza serving three office buildings with ground floor retail and an additional residential building. The high density development allows for 1.5 acres of public plazas and parks. The entire project sits atop a 5 level parking

garage with 1,600 spaces.

The Lumen is the first phase of development and will include 394,000 SF of residential space over 17,000 SF of ground-floor retail, with five levels of above-grade parking and four levels below. The building will house 398 units on 25 floors. Penthouse units will be on the top three floors with high-end unit finishes. There will be three two-story green outdoor living spaces with public/private terraces – one on the 6th, one on the 15th and one on the 23rd floor. The 15th floor will have a fitness center and yoga area overlooking the green outdoor living space. Rooftop amenities include a patio terrace with pool, fireplace area, dining and conference room, and club lounge area, a view of the mountains and Washington, D.C.

4.5 Qualifications & Experience

(cont'd)

Responses to 4.5 F.-G.

4.5 RFP Questions:

F. Provide written statements of interest directly from all proposed lenders (including equity providers), which should confirm the level of interest obtained from the capital provider. (Will not count against page limitation if included in a tabbed appendix)

G. Provide the current or most recent financial statements of the firm (audited financial statements to the extent available), and if the firm is a joint venture, limited liability company, partnership or entity formed specifically for this Project, provide financial statements (audited if available) for the firm's principal venturers, members, partners, or stockholders that show that the firm or its constituents have appropriate financial resources and operating histories for the Project. (Will not count against page limitation if included in a tabbed appendix)

Response 4.5 F.:

Proposed lender Citizens Bank has provided a written statement of interest and a copy has been included and labeled as such under Appendix I tab.

Response 4.5 G.:

The Proposer is a newly formed limited liability company and, as such, has no financial statements. Comstock derives substantial financial strength from two primary sources: the personal financial means of Comstock's senior principals and Comstock's long-standing strategic relationships with leading financial institutions.

The primary equity source for many of Comstock's public-private projects is Dwight Schar, who co-owns Comstock Partners, LC with Christopher Clemente. Mr. Schar is Executive Chairman of the Board of Directors and Chairman of the Executive Committee of NVR, Inc. (NYSE: NVR). Mr. Schar is also part-owner of the Washington Redskins NFL Professional Football team. Equity for other Comstock development ventures has come from other high net worth individuals.

In addition to its substantial sponsorship, Comstock has access to the resources of leading financial institutions, including Bank of America, Merrill Lynch, Citizens Bank, Walker & Dunlop and Holliday Fenoglio Fowler. The project team has diverse experience interacting with these and other institutions, utilizing sources of traditional debt, public finance tools and public and private equity. Upon selection, or at an earlier time as may be reasonably required by the City, unaudited financial statements of potential Comstock sponsors will be made on a confidential basis.

The creditworthiness of Comstock, its senior principals and key personnel in financing real estate development can be verified by the following persons who serve as references:

- Mr. Zach David or Mr. Casey Brill
Senior Vice President
Citizens Commercial Banking, Commercial Real Estate
8614 Westwood Center Drive, 2nd Floor
Vienna, VA 22182
Zach-Office (703) 610-6085 | Zach.David@CITIZENSBANK.com
Casey-Office (703) 245-7034 | Casey.Brill@CITIZENSBANK.com

Please see the attached letter authorizing to respond to inquiries from the City.

Response to 4.5 H.

4.5 RFP Question H:

Provide information related to financial risks for each Proposer entity:

1. *Bankruptcy Information: provide a statement indicating whether the contracting and financially responsible entities, any controlling entities, any key principals or other proposed equity investors have declared bankruptcy during the past five (5) years, and briefly describe the bankruptcies;*

2. *Pending Litigation: provide a statement indicating whether the contracting and financially responsible entities, any controlling entities, any key principals or other proposed equity investors are involved in any business-related litigation, liens or legal claims, and briefly describe such matters; and,*

3. *Judgments: provide a statement indicating whether the contracting and financially responsible entities, any controlling entities, any key principals or other proposed equity investors have had a business-related, court-sanctioned financial judgment against it/them during the past five (5) years, and briefly describe each instance.*

Response 4.5 H1.:

Neither the Proposer, nor any contracting or financially responsible entity, nor any key principal or other currently proposed investor or participant in this Proposal has declared bankruptcy in the past five years.

Response 4.5 H2.:

The Proposer is newly formed, and is not involved in any litigation. Other contracting and potential financially responsible entities, key principals and potential investors participating in this Proposal are engaged in business activities which can give rise to business-related litigation and claims from time to time in the ordinary course. However, no litigation or claims known to the Proposer at the time of submission of this Proposal is reasonably anticipated to have a material detrimental impact on the party's ability to perform its obligations under a comprehensive agreement.

Response 4.5 H3.:

None of the contracting and potential financially responsible entities, controlling entities, key principals and potential investors participating in this Proposal have had a business-related, court-sanctioned financial judgment against it/them during the past five (5) years, except as follows. Judgment in the amount of \$75,552 (plus fees and costs) was entered against Davis Construction in a dispute with a subcontractor and was satisfied in November .